IN THE CLAIMS:

Substitute the following claims for the pending claims having the same numbers.

- 1. (canceled)
- 2. (currently amended) A suspension system, comprising: an axle assembly including an axle, at least a portion of the axle being made of a composite material; and

at least two beams attached to the axle, thereby preventing rotation of the axle relative to the beams, the beams pivoting relative to a vehicle frame.

- 3. (original) The suspension system according to claim 2, wherein the axle portion extends at least between the beams.
- 4. (original) The suspension system according to claim 2, wherein the axle portion extends through each of the beams.
- 5. (withdrawn) The suspension system according to claim 2, wherein each of the beams is bonded to the axle portion.
- 6. (withdrawn) The suspension system according to claim 2, wherein each of the beams includes at least a composite portion.

7. (withdrawn) The suspension system according to claim 6, wherein each of the beam composite portions is wrapped about the axle assembly.

- 8. (withdrawn) The suspension system according to claim 6, wherein each of the beam composite portions has a generally H-shaped cross-section.
- 9. (withdrawn) The suspension system according to claim 6, wherein each of the beam composite portions has a generally I-shaped cross-section.
- 10. (withdrawn) The suspension system according to claim 6, wherein each of the beam composite portions is bonded to the axle assembly.
- 11. (withdrawn) The suspension system according to claim 6, wherein each of the beam composite portions is wrapped about a pivot bushing sleeve for pivoting attachment of the beam to the vehicle frame.
- 12. (withdrawn) The suspension system according to claim 6, wherein each of the beam composite portions is bonded to a beam metal end, the beam metal end including a pivot bushing sleeve for pivoting attachment of the beam to the vehicle frame.

- 13. (original) The suspension system according to claim 2, further comprising at least two metal sleeves secured exteriorly about the axle composite portion.
- 14. (original) The suspension system according to claim 13, wherein each of the beams is attached to a respective one of the sleeves.
- 15. (original) The suspension system according to claim 13, wherein each of the sleeves is bonded to the axle composite portion.
- 16. (original) The suspension system according to claim 13, wherein each of the beams is welded to a respective one of the sleeves.
- 17. (original) The suspension system according to claim 13, wherein the axle composite portion extends through each of the sleeves.
- 18. (original) The suspension system according to claim 13, further comprising at least two axle seats, each of the axle seats being interconnected between a respective one of the sleeves and a respective one of the beams.
- 19. (original) The suspension system according to claim 13, further comprising at least two spindles, each of the spindles being attached to a respective one of the sleeves.

- 20. (original) The suspension system according to claim 19, wherein the axle composite portion extends into each of the spindles.
- 21. (original) The suspension system according to claim 19, wherein each of the spindles is bonded to the axle composite portion.
- 22. (withdrawn) The suspension system according to claim 2, further comprising at least two axle seats, each of the axle seats being interconnected between the axle composite portion and a respective one of the beams.
- 23. (withdrawn) The suspension system according to claim 22, wherein each of the axle seats is bonded to the axle composite portion.
- 24. (withdrawn) The suspension system according to claim 22, wherein each of the axle seats is welded to a respective one of the beams.
- 25. (withdrawn) The suspension system according to claim 22, further comprising at least two spindles, each of the spindles being attached to a respective end of the axle composite portion.

- 26. (withdrawn) The suspension system according to claim 25, wherein each of the spindles is received in its respective end of the axle composite portion.
- 27. (withdrawn) The suspension system according to claim 25, wherein each respective end of the axle composite portion is received in one of the spindles.
- 28. (withdrawn) The suspension system according to claim 25, wherein each of the spindles is bonded to the axle composite portion.
- 29. (withdrawn) The suspension system according to claim 25, further comprising at least two brake mountings, each of the brake mountings being attached to a respective one of the spindles.
 - 30. (currently amended) A suspension system, comprising:

an axle assembly including a composite axle portion and a spindle attached to the composite axle portion , the spindle being configured to permit rotation of a wheel relative to the axle; and

at least two beams attached to the axle assembly, the beams pivoting relative to a vehicle frame.

31. (original) The suspension system according to claim 30, wherein the spindle is attached to a sleeve at least partially overlying the composite axle portion.

- 32. (original) The suspension system according to claim 31, wherein the spindle is welded to the sleeve.
- 33. (original) The suspension system according to claim 31, further comprising an axle seat attached to the sleeve.
- 34. (previously presented) The suspension system according to claim 33, wherein the axle seat is interconnected between the sleeve and one of the beams.
- 35. (previously presented) The suspension system according to claim 34, wherein the axle seat is welded to each of the sleeve and the one of the beams.
- 36. (original) The suspension system according to claim 30, wherein the composite axle portion is received within an interior of the spindle.
- 37. (withdrawn) The suspension system according to claim 30, wherein the spindle is received within an interior of the composite axle portion.
- 38. (original) The suspension system according to claim 30, wherein the spindle is bonded to the composite axle portion.

- 39. (original) The suspension system according to claim 30, further comprising a brake mounting attached to the spindle.
- 40. (withdrawn, previously presented) The suspension system according to claim 30, further comprising an axle seat interconnected between the composite axle portion and one of the beams.
- 41. (withdrawn) The suspension system according to claim 40, wherein the axle seat is welded to the beam.
- 42. (withdrawn) The suspension system according to claim 40, wherein the axle seat is bonded to the composite axle portion.

43. (canceled)

- 44. (withdrawn, previously presented) The suspension system according to claim 30, wherein the composite axle portion extends through the beams.
- 45. (withdrawn, previously presented) The suspension system according to claim 30, wherein each of the beams includes a portion made of a composite material.

- 46. (withdrawn, previously presented) The suspension system according to claim 45, wherein each composite beam portion has a generally H-shaped cross-section.
- 47. (withdrawn, previously presented) The suspension system according to claim 45, wherein each composite beam portion has a generally I-shaped cross-section.
- 48. (withdrawn, previously presented) The suspension system according to claim 45, wherein each composite beam portion is bonded to the composite axle portion.
- 49. (withdrawn, previously presented) The suspension system according to claim 45, wherein each composite beam portion is wrapped about the composite axle portion.
- 50. (withdrawn, previously presented) The suspension system according to claim 45, wherein each beam further includes a pivot bushing sleeve.
- 51. (withdrawn, previously presented) The suspension system according to claim 50, wherein each composite beam portion is wrapped about the respective pivot bushing sleeve.
- 52. (withdrawn, previously presented) The suspension system according to claim 50, wherein each pivot bushing sleeve is part of a metal end of the respective beam, the metal end being attached to the respective composite beam portion, and

each_respective composite beam portion being attached to the composite axle portion.